

Thomas J. Moloney
CLEARY GOTTLIEB STEEN & HAMILTON LLP
One Liberty Plaza
New York, New York 10006
(212) 225-2000

Attorneys for LVFN Partners, L.P.

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re)	Chapter 11 Case No.
Lehman Brothers Holdings Inc., <u>et al.</u> ,)	Case No. 08-13555 (JMP)
Debtors.)	(Jointly Administered)
)	

**NOTICE OF WITHDRAWAL OF OBJECTION AND RESERVATION
OF RIGHTS OF LVFN PARTNERS, L.P. TO DEBTORS'
PROPOSED ASSUMPTION OF CERTAIN CONTRACTS
PURSUANT TO THEIR THIRD AMENDED JOINT CHAPTER 11 PLAN**

PLEASE TAKE NOTICE that Lehman Brothers Special Financing Inc. (“LBSF”) sought the assumption of, *inter alia*, all derivatives contracts between LVFN Partners, L.P. (“LVFN”) and LBSF, pursuant to (i) the Modified Third Amended Joint Chapter 11 Plan of Lehman Brothers Holdings Inc. and its Affiliated Debtors (collectively, the “Debtors”), dated December 5, 2011 (D.I. 22973), (ii) the Plan Supplement, dated October 25, 2011 (D.I. 21254), and (iii) that certain Notice of Proposed Assumption of Executory Contracts and Unexpired Leases Pursuant to Debtors’ Third Amended Joint Chapter 11 Plan Pursuant to Section 1121 of the Bankruptcy Code, dated October 27, 2011.

PLEASE TAKE FURTHER NOTICE that LVFN filed an Objection and Reservation of Rights with respect to the proposed assumption (D.I. 21948, the “Objection”), including, without limitation, to the extent that the Debtors sought to assume that certain interest

rate swap agreement, dated March 19, 2008 and evidenced by Lehman Global Deal ID 3724533, and that certain interest rate swap agreement, dated April 25, 2008 and evidenced by Lehman Global Deal ID 3795484 (collectively, the "Swap Agreements").

PLEASE TAKE FURTHER NOTICE that by notice dated January 31, 2012 (D.I. 24823) the Debtors have withdrawn their assumption application as to all derivatives contracts between LBSF and LVFN, including, without limitation, the Swap Agreements.

PLEASE TAKE FURTHER NOTICE that LVFN hereby withdraws its Objection without prejudice.

Dated: New York, New York
February 1, 2012

Respectfully submitted,

CLEARY GOTTLIEB STEEN & HAMILTON LLP

By: /s/ Thomas J. Moloney

Thomas J. Moloney
One Liberty Plaza
New York, New York 10006
(212) 225-2000

Attorneys for LVFN Partners, L.P.